

BRASHEAR & ASSOCIATES, P.L.
Counselors At Law

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BRUCE BRASHEAR
THOMPkins W. WHITE
AMY SINELLI

February 1, 2000

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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W-3531

RE: CREEL & WILCOX DEVELOPMENT, L.C.

Gentlemen:

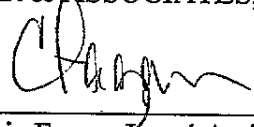
Please find the original and one (1) copy of the Articles of Organization for the above-referenced limited liability company, as well as our check in the amount of \$155.00 representing the following:

Filing Fee	\$ 100.00
Certificate Designating Resident Agent	25.00
Certified Copy of Articles of Organization	30.00

After filing the original Articles of Organization, please certify the enclosed copy and return same to this office.

Sincerely,

BRASHEAR & ASSOCIATES, P.L.

By: 
Carrie Fagan, Legal Assistant

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 9, 2000

BRASHEAR & ASSOCIATES, P.L.
926 N.W. 13TH STREET
GAINESVILLE, FL 32601

SUBJECT: CREEL & WILCOX DEVELOPMENT, LLC
Ref. Number: W00000003531

We have received your document for CREEL & WILCOX DEVELOPMENT, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 500A00006675

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
CREEL & WILCOX DEVELOPMENT, LLC**

The undersigned members adopt the following Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act (the "Act").

**ARTICLE I
NAME OF COMPANY**

The name of the limited liability company is Creel & Wilcox Development, LLC (the "Company").

**ARTICLE II
PERIOD OF DURATION**

The period of duration of this Company shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The address of the Company's principal office and mailing address is as follows: 2501 N.W. 66th Court, Gainesville, FL 32653. The name and address of the Company's initial registered agent in the State of Florida is as follows: Kenneth R. Creel, 2317 N.W. 66th Court, Gainesville, FL 32653.

**ARTICLE IV
REQUIREMENTS FOR ADMISSION OF ADDITIONAL MEMBERS**

Additional persons may be admitted to the Company as members and membership interests may be created and issued to these persons upon the unanimous approval of the members entitled to vote.

**ARTICLE V
DISSOLUTION AND RIGHT TO CONTINUE BUSINESS**

The Company shall be dissolved upon the first to occur of the following:

- (a) The expiration of the term of the Company;
- (b) The unanimous written consent of all the Company's members;
- (c) The death, retirement, resignation, expulsion, dissolution or bankruptcy of a member, or any other event which terminates the membership of a member in the Company, unless within ninety (90) days after such event all of the remaining members agree in writing to continue the business of the Company.

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**ARTICLE VI
MANAGEMENT**

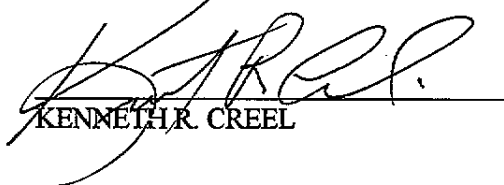
The Company will be managed by Kenneth R. Creel and Douglas W. Wilcox, II, in accordance with the Company's Operating Agreement. The names and business addresses of the managers are as follows:

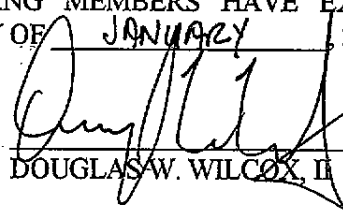
<u>Name</u>	<u>Address</u>
Kenneth R. Creel	2317 N.W. 66 th Court Gainesville, FL 32653
Douglas W. Wilcox, II	2501 N.W. 66 th Court Gainesville, FL 32653

**ARTICLE VII
PURPOSE**

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to the Act.

IN WITNESS WHEREOF, THE FOLLOWING MEMBERS HAVE EXECUTED THESE
ARTICLES OF ORGANIZATION ON THIS 31 DAY OF JANUARY, 2000.


KENNETH R. CREEL

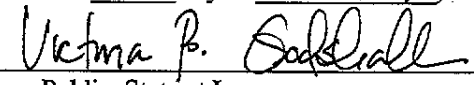

DOUGLAS W. WILCOX, II

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ALACHUA, FLORIDA

STATE OF FLORIDA
COUNTY OF ALACHUA

Before me personally appeared Kenneth R. Creel and Douglas W. Wilcox, II, who are known to me to be the persons who executed the foregoing Articles of Organization on behalf of Creel & Wilcox Development, L.C.

In witness whereof, I have hereunto set my hand and seal on this 31 day of JANUARY, 2000.


Notary Public, State at Large

Printed Name Victoria B. Godshall
My Commission Expires Notary Public, State of Florida
Commission No. CC 614559
My Commission Exp. 2/18/2001
Bonded Through Fla. Notary Service & Bonding Co.

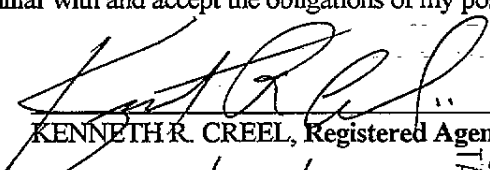
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Creel & Wilcox Development, LLC
2. The name and address of the registered agent and office is:

Kenneth R. Creel
2317 N.W. 66th Court
Gainesville, FL 32653

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


KENNETH R. CREEL, Registered Agent

Date: 1/31/00

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TALLAHASSEE, FLORIDA

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